

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

IN RE: DEALER MANAGEMENT
SYSTEMS ANTITRUST LITIGATION

MDL No. 2817
Case No. 18-cv-00864

This Document Relates To:

Hon. Robert M. Dow, Jr.
Magistrate Judge Jeffrey T. Gilbert

ALL ACTIONS

**DECLARATION OF MICHAEL N. NEMELKA IN SUPPORT OF
INDIVIDUAL AND VENDOR CLASS PLAINTIFFS' OPPOSITION TO DEFENDANTS'
MOTION TO BAR**

I, Michael N. Nemelka, pursuant to 8 U.S.C. § 1746, declare as follows:

1. I am a partner with the law firm of Kellogg, Hansen, Todd, Figel & Frederick, P.L.L.C. in Washington, D.C., which is MDL Co-Lead Counsel and Interim Class Counsel for the Vendor Class in the above captioned case. I respectfully submit this declaration in support of Individual and Vendor Class Plaintiffs' Opposition To Defendants' Motion To Bar.

2. Attached as **Exhibit 1** is a true and correct copy of Plaintiffs' Exhibit 442 to the deposition of Ron Workman (Bates-stamped CDK-3059251).

3. Attached as **Exhibit 2** is a true and correct copy of the document Bates-stamped CDK-3122887.

4. Attached as **Exhibit 3** is a true and correct copy of the document Bates-stamped CDK-3122862.

5. Attached as **Exhibit 4** is a true and correct copy of Plaintiffs' Exhibit 1402 to the deposition of Robert Schaefer (Bates-stamped REYMDL00064849).

6. Attached as **Exhibit 5** is a true and correct copy of Plaintiffs' Exhibit 885 to the deposition of Kevin Witt (Bates-stamped CDK-2673485).

7. Attached as **Exhibit 6** is a true and correct copy of the expert report of Mark Israel (August 26, 2019).

8. Attached as **Exhibit 7** is a true and correct copy of excerpts from the transcript for the deposition of Robert Brockman (January 16 & 17, 2019).

9. Attached as **Exhibit 8** is a true and correct copy of Plaintiffs' Exhibit 878 to the deposition of Kevin Witt (Bates-stamped CDK-1524403).

10. Attached as **Exhibit 9** is a true and correct copy of the document Bates-stamped CDK-3122867.

11. Attached as **Exhibit 10** is a true and correct copy of Plaintiffs' Exhibit 877 to the deposition of Kevin Witt (Bates-stamped CDK-0771480).

12. Attached as **Exhibit 11** is a true and correct copy of Plaintiffs' Exhibit 247 to the deposition of Tony Petruzzelli (Bates-stamped CDK0787869).

13. Attached as **Exhibit 12** is a true and correct copy of Plaintiffs' Exhibit 879 to the deposition of Kevin Witt (Bates-stamped CDK-1478961).

14. Attached as **Exhibit 13** is a true and correct copy of Plaintiffs' Exhibit 882 to the deposition of Kevin Witt (Bates-stamped CDK-2395864).

15. Attached as **Exhibit 14** is a true and correct copy of Plaintiffs' Exhibit 954 to the deposition of Howard Gardner (Bates-stamped CDK-2239175).

16. Attached as **Exhibit 15** is a true and correct copy of the document Bates-stamped CDK-0223016.

17. Attached as **Exhibit 16** is a true and correct copy of Plaintiffs' Exhibit 641 to the deposition of Robert Brockman (Bates-stamped CDK-0903802).

18. Attached as **Exhibit 17** is a true and correct copy of Plaintiffs' Exhibit 66 to the deposition of Steven French (Bates-stamped CDK-0926512).

19. Attached as **Exhibit 18** is a true and correct copy of Plaintiffs' Exhibit 951 to the deposition of Howard Gardner (Bates-stamped CDK-2238112).

20. Attached as **Exhibit 19** is a true and correct copy of Plaintiffs' Exhibit 122 to the deposition of Chris Hellyer (Bates-stamped CDK-0767468).

21. Attached as **Exhibit 20** is a true and correct copy of Plaintiffs' Exhibit 950 to the deposition of Howard Gardner (Bates-stamped CDK-1409655).

22. Attached as **Exhibit 21** is a true and correct copy of Plaintiffs' Exhibit 955 to the deposition of Howard Gardner (Bates-stamped CDK-0222940).

23. Attached as **Exhibit 22** is a true and correct copy of Plaintiffs' Exhibit 449 to the deposition of Ron Workman (Bates-stamped CDK-1861079).

24. Attached as **Exhibit 23** is a true and correct copy of Plaintiffs' Exhibit 255 to the deposition of Kevin Distelhorst (Bates-stamped CDK-2286511).

25. Attached as **Exhibit 24** is a true and correct copy of Plaintiffs' Exhibit 289 to the deposition of Trey Gerlich (Bates-stamped CDK-2854185).

26. Attached as **Exhibit 25** is a true and correct copy of the document Bates-stamped CDK-2308752.

27. Attached as **Exhibit 26** is a true and correct copy of the document Bates-stamped CDK-2182930.

28. Attached as **Exhibit 27** is a true and correct copy of Plaintiffs' Exhibit 958 to the deposition of Howard Gardner (Bates-stamped CDK-0109347).

29. Attached as **Exhibit 28** is a true and correct copy of Plaintiffs' Exhibit 965 to the deposition of Howard Gardner (Bates-stamped CDK-1425510).

30. Attached as **Exhibit 29** is a true and correct copy of Plaintiffs' Exhibit 711 to the deposition of Joshua Douglas (Bates-stamped CDK-0189652).

31. Attached as **Exhibit 30** is a true and correct copy of excerpts from the transcript for the deposition of Ron Workman (December 7, 2018).

32. Attached as **Exhibit 31** is a true and correct copy of Plaintiffs' Exhibit 391 to the deposition of Keith Hill (Bates-stamped REYMDL00574717).

33. Attached as **Exhibit 32** is a true and correct copy of Plaintiffs' Exhibit 268 to the deposition of Trey Gerlich (Bates-stamped CDK-0395057).

34. Attached as **Exhibit 33** is a true and correct copy of Plaintiffs' Exhibit 125 to the deposition of Chris Hellyer (Bates-stamped REYMDL00233147).

35. Attached as **Exhibit 34** is a true and correct copy of the document Bates-stamped CDK-0048430.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: November 12, 2019

/s/ Michael N. Nemelka
Michael N. Nemelka